

RJ REYNOLDS

TOBACCO COMPANY

COPY

S. R. MacLEOD
Region Operations Mgr

150 Lawrence Bell Drive
Suite #108

Williamsville, NY 14221

(716) 634-9232

Fax (716) 634-3145

May 15, 1997

RJR Account #315288

Mr. B. Grismore

DOWLINGS, INC.

JULY DORAL B2GF FLASHLIGHT / PROMOTION #700727

Dear Bud:

Regular DORAL product has been ordered (see quantities listed below), as well as 72 SKUs of Doral Flashlights (Item #527813) to pack and ship the above promotion to your participating retail accounts. All additional pertinent promotional information is listed below:

UPC #	DORAL STYLE	#/ (6M) Cases
12300-84006	FF Box	2
12300-22081	FF Box 100	2
12300-84106	LT Box	3
12300-22084	LT Box 100	3

Product PO # 623 A ; Displays PO # 623 B

Product / Premium Arrival: June 23, 1997

Ship Date to Retail: Week of: June 30, 1997

Lighters: (Item #527813)

SKU CUBE: 2.5280

SKU WT (w/o Product): 10.6200 lbs

Retail Sales Offer per Sku: 20 units

Billing per Sku: 4 Savings Cartons

EFT \$ Amount: \$2,773.14

Non-EFT \$ Amount: \$N/A

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B2GPF

DOWLINGS, INC.

Promotion Description: Utilize self-contained shipper. Shipper contains 20 B2GF Doral Flashlights / Sleeves. Two packs of the same brand should be loaded into each sleeve; four cartons per Display. Consumer purchases two (2) packs of Doral and receives a free Doral Flashlight.

SHIP NUMBER OF DISPLAYS AS INDICATED ON THE ATTACHED RETAIL CUSTOMER LIST.

SEE ENCLOSED 'WHOLESALE PACKING INSTRUCTIONS'

Attached is a list of accounts authorized to receive packed displays. RJR will reimburse you \$28.00 per live 12M case for all displays packed and shipped to retail on a timely basis. This equates to \$140.00 (5 (12M) case(s) @ \$28.00). Payment will be made as soon as possible once verification is received that all displays have been shipped to retail.

As always, thanks for your assistance in the marketing of our products.

Sincerely,

Judy

J. Campbell

Promotional Coordinator / 1610

/jc

cc: R. Tanchyk

Enc. Wholesaler Packing Instructions

Retail Customer List

Note to RJR Manager:

Upon verification of shipment to retail, notify Judy (#1610) for payment distribution to account.

V-DORFL.DOC

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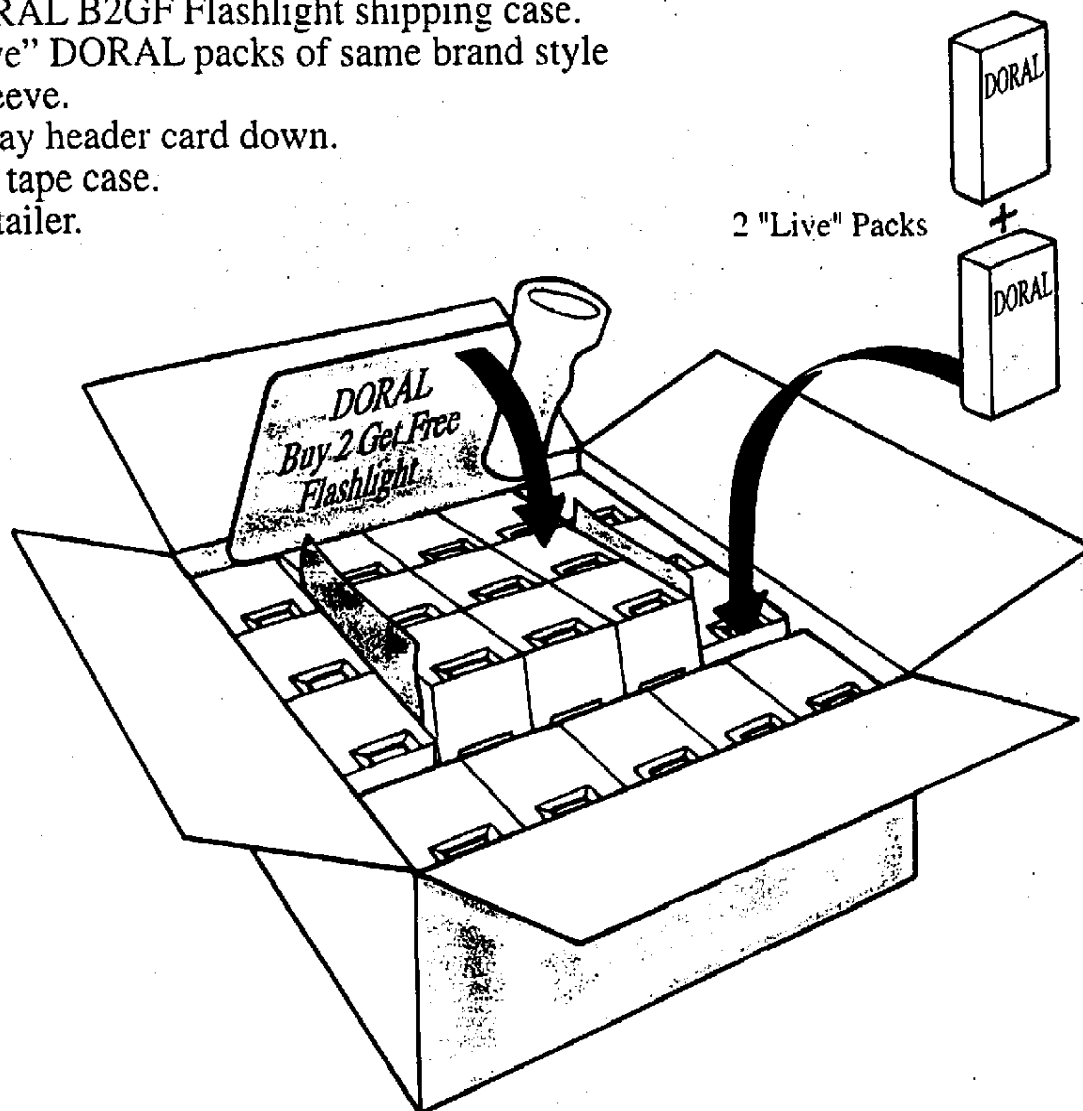
WHOLESALE PACKING INSTRUCTIONS

VALUE ADDED PROMOTIONS - 3RD QTR. '97

July DORAL B2GF Flashlight

STEPS

1. Open DORAL B2GF Flashlight shipping case.
2. Add 2 "live" DORAL packs of same brand style to each sleeve.
3. Fold display header card down.
4. Close and tape case.
5. Ship to retailer.



Item: # 527813

Description: DORAL B2GF Flashlight Display/POS Kit

Brand Style	FF BOX	FF BOX 100	LT BOX	LT BOX 100		
Number of Cartons	/	/	/	/		

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BPN55B2

WORKPLAN VAP TEMPLATE LISTING

WHOLESALER : 315288 DOWLING, INC. <DIRECT>
 TEMPLATE : 700727 70700 DOR FLASHLIGHT
 TEMPLATE SEQ : 0010
 SALES LEVEL : 16XXXX

PAGE: 9
 DATE: 97-05-12
 TIME: 08:14 AM

TERM	RETAIL	ACCT	NAME	ADDRESS	CITY	ST	ZIP	QTY	TAX	CHAIN-ID	SUPPLIER	ACCT PHONE #
163201	163829	113552	LEW'S CORNER STORE	89 HEINBERG DR	COLCHESTER	VT	05446	1		2794-0200	2346	(802)862-0775
163804	163828	663296	TOM'S AUTO MART	CASTLETON CORNERS	CASTLETON	VT	05735	1		2681-0000	4110	(802)468-2900
163804	163828	663296	GROVE ST SHORT STOP	129 GROVE ST	ROULAND	VT	05701	3		2681-0000	3352	(802)773-6919
163804	163828	670402	OCLANE SHORT STOPPIN	ROUTE 4 EAST	ROULAND	VT	05701	1		2681-0000	4430	(802)747-0294
163804	163825	737948	CLAREMONT MOBIL	237 MAIN ST	CLAREMONT	NH	03743	3				(603)542-3080
163809	163829	113504	THE SHOPPING BAG	166 NORTH ST	BURLINGTON	VT	05401	1				(802)658-4790
163809	163829	113507	LAROW'S MARKET	NORTH ST	BURLINGTON	VT	05401	1				(802)864-0363
163809	163829	113549	THE SPRING BEV	1130 NORTH AVE	BURLINGTON	VT	05401	1				(802)863-4792
163809	163829	113590	MARVIN'S MARKET	221 COLCHESTER RD	ESSEX JUNCTION	VT	05452	1		2794-0200		(802)878-5892
163809	163828	113912	PARK FILLING STATION	3 WEST ST	BRISTOL	VT	05443	1				(802)453-3000
163809	163828	113917	BLAISE'S CITY STORE	ROUTE #116, SOUTH	HINESBURG	VT	05461	1				(802)482-2324
163809	163829	114008	5 CORNERS BEVERAGE	39 PARK ST	ESSEX JUNCTION	VT	05452	1				(802)879-7101
163809	163829	114012	CENTRAL BEV MART	4 CENTRAL ST	ESSEX JUNCTION	VT	05452	1				(802)879-6471
163809	163829	114080	ESSEX DISCOUNT BEV.	RT 15 PO BOX 506	ESSEX CENTER	VT	05451	3				(802)879-8951
163809	163829	141015	BRADLEY'S GENERAL	RT 15	JOHNSON	VT	05656	1				(802)635-2496
163809	163829	290017	CHAMPLAIN FARMS	219 MAIN ST	BURLINGTON	VT	05401	1				(802)863-1998
163809	163829	324703	RIVERSIDE BEVERAGE	500 RIVERSIDE AVE	BURLINGTON	VT	05401	1				(802)863-1998
163809	163829	328735	KERRY'S KWIK STOP	249 SAINT PAUL ST	BURLINGTON	VT	05401	1				(802)864-9638
163809	163828	448822	ROLAND'S MINI MART	RT# 302	EAST BARR	VT	05401	1				(802)863-9279
163809	163828	466421	MOBIL SHORT STOP	1555 NORTH AVE	BURLINGTON	VT	05401	1		3419-0000	2638	(802)476-5041
163809	163829	500924	TAFT COR. SHORT STO	UCT. 2 & 2A	#0 WILLISTON	VT	05495	1		2681-0000	2858	(802)660-8680
163809	163829	512774	MOBIL SHORT STOP	00 977 SHELBURNE RD	SOUTH BURLINGT	VT	05403	1		2681-0000	2448	(802)864-9654
163809	163829	555572	CROSSROADS DISC BEV	52 N MAIN ST	WATERBURY	VT	05676	1				(802)244-5062
163809	163829	576934	MOBIL SHORT STOP	1314 WILLISTON RD	SOUTH BURLINGT	VT	05403	1		2681-0000	2449	(802)658-4635
163809	163829	587759	ROTARY MART #8	103 SHELBURNE ST	BURLINGTON	VT	05401	1		1657-0000		(802)655-4703
163809	163829	590776	PASTOP EXXON	377 N MAIN ST	BARR	VT	05641	1		1657-0000		(802)476-7695
163809	163829	595955	CHAMPLAIN FARMS #10	NO MAIN STREET	WATERBURY	VT	05676	1		1657-0000		(802)244-8351
163809	163829	649433	CHAMPLAIN FARMS #13	56 PEARL ST.	ESSEX JUNCTION	VT	05452	1		1657-0000		(802)879-2232
163809	163828	659599	BERTIN SHORT STOP	324 BERTIN/MONTPE	BARR	VT	05641	1		2681-0000	4284	(802)479-2213
163809	163828	665502	CHAMPLAIN FARMS	25 COURT ST	MIDDLEBURY	VT	05753	1		1657-0000		(802)388-2122
163809	163829	670403	PASTOP EXXON	RT 100	WATERBURY	VT	05676	1		1657-0000		(802)644-6426
163809	163828	694308	SHORT STOP #143	RT #116 & COMMER	HINESBURG	VT	05461	1		2681-0000		(802)482-4556
163809	163829	711780	U SAVE BEVERAGE CTR	1302 WILLISTON RD	S BURL	VT	05403	1				(802)985-2246
163809	163829	740858	CHAMPLAIN FARMS	315 SHELBURNE RD	BURLINGTON	VT	05401	1		1657-0000		(802)862-6070
163809	163828	760220	BALDARD'S CTV STORE	SHELB FALLS RD	HINESBURG	VT	05461	1				(802)862-2070
163809	163829	760698	MOBIL SHORT STOP	00 1830 SHELBURNE RD	SOUTH BURLINGT	VT	05403	1		2681-0000	2539	(802)658-2965
163809	163829	964662	WASHBURN SERVICECENTE	RR 2 BOX 156	RICHMOND	VT	05477	1				(802)434-3818
163809	163829	965513	BOURNES SERV. CTR.	760 SHELBURNE RD	SOUTH BURLINGT	VT	05403	1				(802)658-4460
163201	163830	633761	MINOR'S DISCOUNT BE	375 LAKE ST	ST ALBANS	VT	05478	5				(802)524-4338
163201	163827	113858	B & D SUPER MARKET	MAIN ST	NORTH TROY	VT	05859	1				(802)988-2545

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WORKPLAN VAP TEMPLATE LISTING

5N55B2

WHOLESALE : 315288 DOWLING, INC. <DIRECT>
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TERMINAL	ACCT	NAME	ADDRESS	CITY	ST	ZIP	QTY	TAX	CHAIN-ID	SUPPLIER	ACCT PHONE #
162301	163829	475125 CHAMPLAIN FARMS #1	16 ROOSEVELT HWY	COLCHESTER	VT	05446	1		1657-0000	(802)655-4703	
162301	163829	502627 CHAMPLAIN FARMS	342 ROOSEVELT HWY	COLCHESTER	VT	05446	1		2681-0000	(802)879-6388	
162301	163829	594886 MOBIL SHORT STOP 02	ROUTE 7	MILTON	VT	05446	1		2681-0000	(802)893-2573	
162301	163829	654782 RT.#127 FIRST STOP	88 HEINEBURG DRIV	COLCHESTER	VT	05446	1		2681-0000	(802)865-1255	
162301	163829	702261 SWANTON #111	RT. #78	SWANTON	VT	05488	1		2681-0000	(802)868-3527	
162301	163830	712790 K.L. QUICK STOP	375 MAIN ST	MINOOSKI	VT	05404	1			(802)933-2153	
162301	163829	114518 DUTCHIES MKT	MAIN ST	WEST FAWLET	VT	05775	1			(802)655-3344	
162302	162320	114518 DUTCHIES MKT	MAIN ST	WEST FAWLET	VT	05775	1			(802)645-0069	
162302	162325	632630 MARTINS SOUTH	510 SOUTH STREET	BENNINGTON	VT	05201	1			(802)442-8957	
163801	163827	623878 OCTANE INC SHORTSTO	RT. 5	DERBY	VT	05829	1		2681-0000	(802)334-6835	
163801	163825	679268 CHAMPLAIN FARMS	125 RAILROAD ST	SAINT JOHNSBUR	VT	05819	1		1657-0000	(802)748-4000	
163801	163827	723336 FASTOP	114 HANOVER ST	LEBANON	NH	03766	1		1657-0000		
163803	163825	746262 BRATTLEBORO MOBIL	PUTNEY ROAD	BRATTLEBORO	VT	05301	1			(000)000-0802	
163804	163828	114346 UNION ST STORE	UNION ST	BRANDON	VT	05733	1			(802)247-6019	
163804	163828	425673 BOVE MART, INC.	213 N MAIN ST	RUTLAND	VT	05701	1			(802)775-7901	
163804	163828	437115 CHAMPLAIN FARMS #7	16 MAIN ST	RANDOLPH	VT	05060	1		1657-0000	(802)728-6511	
163804	163828	615934 BRANDON GULF #5	3 GROVE ST	BRANDON	VT	05733	1		1657-0000	(802)247-6164	
163804	163828	623941 SHORT STOP #014	N. MAIN ST.	RUTLAND	VT	05701	1		2681-0000	(802)773-1732	

PAGE BREAK TOTAL ACCOUNTS

60

TOTAL QUANTITY

72

TEMPLATE TOTAL ACCOUNTS

60

TOTAL QUANTITY

72